

WALLER LANSDEN DORTCH & DAVIS

A PROFESSIONAL LIMITED LIABILITY COMPANY

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August 6, 1999

Via Hand-Delivery

K. David Waddell
Executive Director
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37219

Re: Application of NA Communications, Inc. for a Certificate of Convenience and Necessity to Provide Facilities Based and Resold Local Exchange, Exchange Access and Inner-Exchange Telecommunications Services Throughout the State of Tennessee; Docket No. 98-00597;

Confidential Late Filed Exhibits

Dear Mr. Waddell:

Enclosed are 14 copies of the executed Stock Purchase Agreement between CFW Communications, Inc. and the shareholders of NetAccess, Inc. which are being filed with the TRA as a confidential late filed exhibit pursuant to the hearing held on August 3, 1999 and subject to the Project Order to be issued in this proceeding. As stated in the letter filed with the TRA yesterday, the closing began August 4 as scheduled, but the acquisition was not finalized until yesterday. We did not receive the documents in time to copy and file them with the TRA yesterday, therefore we apologize for the delay.

In addition, I have enclosed for the record, 14 confidential copies of the Net Access, Inc. – CFW Communications Company Purchase Agreement dated February 23, 1999 which was submitted at the hearing as confidential pursuant to the Project Order, and 14 confidential copies of the draft Stock Purchase Agreement

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that was used at the hearing for cross-examination which was also submitted pursuant to the protective order.

Sincerely,

A handwritten signature in cursive script that reads "D. Billye Sanders".

D. Billye Sanders

DBS:lmb
w/Enclosures

cc: Henry M. Walker, Esq.
Katherine A. Rolph, Esq. (without enclosure)
Cathy J. Davis, President (without enclosure)